

MINUTES OF MEETING

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS

WEDNESDAY, JULY 18, 2007

4:00 P.M.

**IN THE MARY BRENNAN BOARD ROOM, T. F. GREEN AIRPORT
2000 POST ROAD, WARWICK, RHODE ISLAND**

The meeting of the Rhode Island Airport Corporation (“Corporation”) Board of Directors was called to order by Chair, Kathleen C. Hittner, M.D., at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island, in accordance with the notice duly posted pursuant to the Open Meetings Law.

BOARD MEMBERS PRESENT: Kathleen Hittner, M.D.; James Forte; Joseph Cianciolo; Robert Sangster; Joseph Larisa.

BOARD MEMBER ABSENT: Michael Traficante

ALSO PRESENT: Peter Frazier, General Counsel; Brian C. Schattle, Chief Financial Officer; Marci A. Greenberger, A.A.E., Senior Vice President of Operations and Maintenance; and those members listed on the attendance sheet attached hereto.

1. Approval of the Minutes:

A motion was made by Mr. Cianciolo and seconded by Mr. Forte to approve the minutes of the Board Meeting of June 20, 2007, and the minutes of the Special Board Meeting of July 5, 2007. The motion was passed unanimously.

2. Open Forum:

Dr. Hittner asked if anyone present wanted to speak in Open Forum. No one came forward.

3. Report from Chair, Board of Directors:

There was no report.

4. Report from President and CEO:

There was no formal report. However, Mr. Schattle reported that Mr. Brewer had recently accepted two grants on behalf of the Corporation; 3-44-0004-17-2007 – Reconstruct, Mark and Light Taxiway “A” at North Central Airport and 3-44-0002-15-2007 – Reconstruct, Mark and Light Taxiway “C” at Newport Airport.

5. Operations and Capital Committee Report:

Mr. Forte reported that the Committee had met at 2:00 p.m., and there were items on the consent agenda for approval by the Board.

6. Consent Items:

A motion was made by Mr. Cianciolo and seconded by Mr. Sangster to approve the items on the consent agenda. The motion was passed unanimously.

(a) Consideration of and Action Upon Contract for Glycol Management Services for T. F. Green Airport and Quonset Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the Operations and Maintenance (O&M) of airport facilities at the six Rhode Island airports; and

WHEREAS, it has been determined that there is a need for Glycol Management Services at T. F. Green and Quonset Airports; and

WHEREAS, RIAC issued a Request for Proposals (RFP) in June 2007 for Glycol Management Services pursuant to RIAC Procurement Rules; and

WHEREAS, four firms, Inland Technologies International, Inc. (Inland), Contego Systems, LLC, ASIG and The Environmental Quality Company were expressly notified of the solicitation; and

WHEREAS, the solicitations closed on July 9, 2007 with one response from Inland; and

WHEREAS, Inland's submission was determined to be both responsive and responsible; and

WHEREAS, RIAC staff independently contacted the three firms that did not submit proposals and confirmed reasonable explanations for their lack of responses; and

WHEREAS, the approved Fiscal Year 2008 O&M budget includes \$614,800 for these services.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a one-year contract with Inland Technologies, Inc. to provide Glycol Management Services at T. F. Green and Quonset Airports in an amount not-to-exceed \$595,000 with two additional one-year terms at the discretion of RIAC.

(b) Consideration of and Action Upon Approval of a Consultant Contract Amendment for the Draft Environmental Impact Statement (DEIS) at T. F. Green Airport.

WHEREAS, the Rhode Island Airport Corporation (RIAC) entered into a Professional Services Agreement (PSA) with Vanasse, Hangen, Brustlin, Inc. (VHB) to provide services associated with the

preparation of the Draft Environmental Impact Statement (DEIS) at T. F. Green Airport; and

WHEREAS, on May 30, 2007, the Board authorized RIAC staff to coordinate with the Federal Aviation Administration (FAA) to add the 8,700 foot Runway 5-23 conceptual option to the five Alternatives under review in the DEIS; and

WHEREAS, the FAA has approved this additional alternative, additional analysis year (2025) per FAA headquarters, the Phase 2 Archaeological Study, additional Public Outreach, Agency Coordination and Project Management services and RIAC staff and the FAA have negotiated a scope and fee with VHB in the amount of \$1,422,216; and

WHEREAS, this project is included in the approved Fiscal Year 2008 Capital Improvement Program (CIP) budget in the amount of \$9,605,361; and

WHEREAS, this Contract Amendment will be funded with 2000 Airport Revenue Bond Funds and RIAC General Purpose Funds; and

WHEREAS, RIAC will continue to pursue additional FAA Airport Improvement Program grants for this project.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a Contract Amendment with VHB in the amount of \$1,422,216 for the inclusion of an additional alternative, additional analysis year (2025) per FAA headquarters, Phase 2 Archaeological Study, additional Public Outreach, Agency Coordination and Project Management services related to the Draft Environmental Impact Statement at T. F. Green Airport.

(c) Consideration of and Action Upon Approval of a Construction Contract for the Rehabilitation of Taxiway F Project at T. F. Green Airport.

WHEREAS, a competitive bidding process was undertaken according to the Rhode Island Airport Corporation's (RIAC) procurement rules for the Rehabilitation of Taxiway F Project at T. F. Green Airport and three bids were received; and

WHEREAS, the firm of PB Americas, Inc. (PB), serving as RIAC's design consultant for this project, determined that J H Lynch & Sons, Inc. (Lynch) submitted the lowest responsive bid in the amount of \$276,950; and

WHEREAS, PB recommends that Lynch be awarded the construction contract for this project and RIAC staff agrees; and

WHEREAS, the project is included in the approved Fiscal Year 2008 Capital Improvement Program (CIP) budget in the amount of \$1.6 million; and

WHEREAS, this contract will be funded 75% (\$207,713) through the Federal Aviation Administration (FAA) under AIP No. 3-44-0003-79-2007 with the 25% (\$69,238) matching share through the 2005 Airport Revenue Bond.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a Construction Contract with Lynch for the Rehabilitation of Taxiway F Project at T. F. Green Airport in the amount of \$276,950, subject to receipt of a federal grant offer.

(d) Consideration of and Action Upon Approval of Agreement Between the Rhode Island Airport Corporation and the Rhode Island State Council on the Arts.

WHEREAS, Chapter 75.2 of Title 42 of the Rhode Island General Laws entitled “Allocation for Art for Public Facilities” (“Act”) requires the Rhode Island Airport Corporation (RIAC) to expend one percent (1%) of monies appropriated for construction for the purpose of including works of art in or about T. F. Green Airport and the five General Aviation airports; and

WHEREAS, representatives of RIAC and Rhode Island State Council of the Arts (RISCA) wish to agree upon certain procedures for selection of art for T. F. Green Airport, Block Island Airport and Quonset Airport; and

WHEREAS, an amount of \$822,213.00 representing one percent (1%) of the approximate aggregate construction costs of the following projects, which are part of RIAC's Capital Improvement Program, is appropriated for art by RIAC as required by the Act:

- Terminal Security Project – T. F. Green Airport**
- New Airfield Maintenance Facility – T. F. Green Airport**
- IT Shop Build Out – T. F. Green Airport**
- Ground Transportation Improvements – T. F. Green Airport**
- Upgrade of Operations Building – T. F. Green Airport**
- Operations Building Repairs – T. F. Green Airport**
- Landside Improvements – Block Island Airport**
- Construction of New Hangar – Quonset Airport; and**

WHEREAS, the projects have been combined into one program which gives RIAC and RISCA the flexibility to allocate the funds among the three airports; and

WHEREAS, approximately \$487,500 is to be used for Phase 1 which will acquire works of art for T. F. Green Airport; approximately

\$100,000 is to be used for Phase 2 which will acquire works of art for Block Island Airport; approximately \$80,000 is to be used for Phase 3 which will acquire works of art for Quonset Airport; and

WHEREAS, approximately \$50,000 is to be used to develop a revolving public art program and associated gallery/display equipment at T. F. Green Airport; and

WHEREAS, approximately \$12,500 will be used to cover the expenses associated with the creation of a comprehensive Master Plan for artwork at all airport facilities; and

WHEREAS, an amount of \$23,000 shall be retained by RIAC in an account for the purpose of conservation and maintenance of the works of art (“Art Conservation Fund”); and

WHEREAS, an amount of \$69,213 is for use by RISCA to cover the administrative costs for all three phases including the convening of meetings of the Selection Panels, design and travel fees for artist finalists, and other expenses as set forth in any Request for Proposals (RFP) for the acquisition of public art for T. F. Green State Airport, Quonset Airport and Block Island Airport; and

WHEREAS, any amounts not expended for costs shall be retained by RIAC in the Art Conservation Fund account under the terms of the Agreement; and

WHEREAS, the three phases of the program will run concurrently but timelines for art selection and installation will vary based on site selection, project design, and construction schedules. Contracts with individual artists will be prepared by RISCA and executed by RIAC, subject to review by General Counsel.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board authorizes the President and CEO, or his designee, to execute the Agreement between the Rhode Island Airport Corporation and the Rhode Island State Council on the Arts in substantially the form presented.

7 Finance and Audit Committee Report:

Mr. Cianciolo reported that there was no formal report but that there was one action item for approval by the Board.

7.1 Action Item:

(a) Consideration of and Action Upon Contract for Oracle Database Administration Services for the Rhode Island Airport Corporation.

Mr. Schattle gave an overview of the contract. The recommendation is that the Board authorize the President and CEO, or his designee, to

execute a one-year contract with AST Corporation for Oracle Database Administration services, with an additional one-year option at RIAC's discretion.

A motion was made by Mr. Cianciolo and seconded by Mr. Forte to approve the following resolution:

WHEREAS, the Rhode Island Airport Corporation (RIAC) is responsible for the Operating and Maintenance (O&M) of airport facilities at the six Rhode Island airports; and

WHEREAS, in June 2006, the Board of Directors approved the selection of GCR, Inc. and its Oracle subconsultant AST Corporation (AST) to provide software consultant services for the Oracle 11i Migration and Systems Integration project; and

WHEREAS, the establishment of a mechanism for ongoing Oracle Database Administration (DBA) support is critical to system stability and provides access to Oracle E-Business Suite experts to maximize RIAC's investment; and

WHEREAS, under section 10.4.2.7 of RIAC's Procurement Rules specialized services for which there is only one documented accepted source, such as transactions involving unique professional services...e.g.,...repair/maintenance agreements with manufacturers... qualifies as a sole source procurement; and

WHEREAS, as a critical member of the software implementation team, AST is uniquely positioned to provide these services thus RIAC staff has determined that a sole source selection for this contract is appropriate; and

WHEREAS, RIAC staff have reviewed the proposed Scope of Services and negotiated a fee of \$78,000 for the first year and \$77,500 for the option year and recommends award of this Service Contract; and

WHEREAS, included in the approved Fiscal Year 2008 Operating and Maintenance Budget is \$78,000 for these services.

NOW, THEREFORE, IT IS HEREBY RESOLVED AS FOLLOWS:

That the Board hereby authorizes the President and CEO, or his designee, to execute a one-year contract with AST Corporation for Oracle Database Administration services in the amount of \$78,000, with an additional one-year option at RIAC's discretion.

The motion was passed unanimously.

8. Compensation Committee Report:

Mr. Sangster reported that the Committee had met prior to the

meeting. Mr. Sangster noted that there were two items listed on the consent agenda. The first item concerning Committee Assignments was tabled at the meeting.

8.1 Consent Item:

(a) Consideration of and Action Upon Renaming of the Compensation Committee to the Human Resources Committee.

A motion was made by Mr. Sangster and seconded by Mr. Forte approving the renaming of the Compensation Committee to the Human Resources Committee. The motion was passed unanimously.

9. Executive Session:

(a) Pending Litigation (Parking) and Potential Litigation (Two Non-Litigation Matters) - R.I.G.L. § 42-46-5(a)(2).

(b) Investment of Public Funds Where Premature Disclosure Would be Detrimental to the Public Interest (T. F. Green Airport FBO and Fuel Farm) - R.I.G.L. § 42-46-5(a)(7).

At approximately 4:11 p.m., a motion was made by Mr. Forte and seconded by Mr. Larisa to go into Executive Session. By the following roll call vote the motion was passed unanimously.

YEAS: Kathleen Hittner, M.D.

James Forte

Joseph Cianciolo

Robert Sangster

Joseph Larisa

NAYS: None

ABSTAIN: None

At approximately 4:40 p.m., a motion was made by Mr. Forte and seconded by Mr. Cianciolo to reconvene to the Open Session. The motion was passed unanimously.

A motion was made by Mr. Forte and seconded by Mr. Larisa to seal the minutes of the Executive Session in accordance with R.I.G.L. § 42-46-4. By the following roll call vote the motion was passed unanimously:

YEAS: Kathleen Hittner, M.D.

James Forte

Joseph Cianciolo

Robert Sangster

Joseph Larisa

Michael Traficante

NAYS: None

ABSTAIN: None

10. Future Meetings:

The next meeting will be held on Wednesday, August 15, 2007, at 4:00 p.m., in the Mary Brennan Board Room, T. F. Green Airport, 2000 Post Road, Warwick, Rhode Island.

11. Adjournment:

At approximately 4:45 p.m., a motion was made by Mr. Forte and seconded by Mr. Cianciolo to adjourn the meeting. The motion was passed unanimously.

Respectfully submitted,

**Kathleen C. Hittner, M.D. Chair
Rhode Island Airport Corporation**

ATTENDANCE SHEET

RHODE ISLAND AIRPORT CORPORATION

BOARD OF DIRECTORS MEETING

July 18, 2007

NAME AFFILIATION

Doug Dansereau RIAC

Patti Goldstein RIAC

Bruce Wilde RIAC

Steve Tibbetts Landmark Aviation

Kelly Carpenter Senate Fiscal Office

Robert Goff The Parking Company

Cynthia Needham The Providence Journal

The minutes of the Executive Session of the Board of Directors Meeting of June 20, 2007 have been sealed in accordance with R.I.G.L. § 42-46-4.